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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
MONTGOMERY EYE CENTER, INC.**

Certificate of Status	0
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**ARTICLES OF AMENDMENT AND RESTATEMENT
TO THE
ARTICLES OF INCORPORATION
OF
MONTGOMERY EYE CENTER, INC.**

[Document Number 604606]

Pursuant to the provisions of Section 607.1003 and Section 607.1006 of the Florida Business Corporation Act, MONTGOMERY EYE CENTER, INC., a Florida corporation (the "Corporation"), adopts the following Articles of Amendment to its Articles of Incorporation:

**ARTICLE I
Articles of Incorporation**

The Articles of Incorporation of the Corporation were filed with the Florida Secretary of State on August 17, 1973. Articles of Amendment to the Articles of Incorporation were filed with the Florida Secretary of State on December 31, 2001.

**ARTICLE II
Amendment**

The Articles of Incorporation of this Corporation are hereby deleted in their entirety and the following Amended and Restated Articles of Incorporation are substituted therefore to wit:

* * * * *

**"AMENDMENT AND RESTATEMENT
OF THE
ARTICLES OF INCORPORATION
OF
MONTGOMERY EYE CENTER, INC.**

**ARTICLE I
Name**

The name of this corporation shall be "Montgomery Eye Center, Inc."

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FILED
2019 MAY 9 AM 8:44
CLERK

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**ARTICLES OF AMENDMENT AND RESTATEMENT
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MONTGOMERY EYE CENTER, INC.**

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**ARTICLE II
Principal Office and Mailing Address**

The address of the principal office and the mailing address of this corporation shall be 700 Neapolitan Way, Naples, Florida 34103.

**ARTICLE III
Capital Stock**

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 18,000 shares of common stock with a par value of \$0.01 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

**ARTICLE IV
Registered Office and Registered Agent**

The registered office of this corporation shall be located at 700 Neapolitan Way, Naples, Florida 34103 and the registered agent of this corporation at such office shall be Jon R. Berlie, M.D. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

**ARTICLE V
Board of Directors**

The Board of Directors of this corporation shall consist of a number of directors to be fixed from time to time by the stockholders or the bylaws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders.

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ARTICLES OF AMENDMENT AND RESTATEMENT
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MONTGOMERY EYE CENTER, INC.

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ARTICLE VI
Purposes and Duration

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act (Chapter 607, Florida Statutes) (the "Act"), and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under the Act. This corporation shall have perpetual existence.

ARTICLE VII
Bylaws

The power to adopt the bylaws of this corporation, to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of this corporation.

ARTICLE VIII
Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation."

* * * * *

ARTICLE III
Date of Adoption

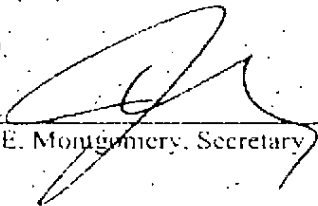
The amendment was adopted on the 7th day of May 2019.

ARTICLE IV
Manner of Adoption

The amendment was duly approved by the joint written consent to action of the board of directors and shareholders of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment and Restatement to the Articles of Incorporation for the uses and purposes therein stated.

DATED this 7th day of May 2019.


Jay E. Montgomery, Secretary

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REGISTERED AGENT CERTIFICATE

Having been named to accept service of process for the Corporation, I hereby accept appointment as its agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Jon R. Berlie, M.D.

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